

NEW APPLICATION

BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

ROBERT "BOB" BURNS - Chairman
BOYD DUNN
SANDRA D. KENNEDY
JUSTIN OLSON
LEA MÁRQUEZ PETERSON

In the matter of:

Jeffrey Francis Thompson (CRD #2732245),

Leyenda Capital Partners, LLC d/b/a
JFThompson Wealth Management (IARD
#282751),

Respondents.

DOCKET NO. S-21116A-20-0255

**NOTICE OF OPPORTUNITY FOR HEARING
REGARDING PROPOSED ORDER OF
REVOCATION AND ORDER FOR OTHER
AFFIRMATIVE ACTION**

NOTICE: EACH RESPONDENT HAS 10 DAYS TO REQUEST A HEARING

EACH RESPONDENT HAS 30 DAYS TO FILE AN ANSWER

The Securities Division ("Division") of the Arizona Corporation Commission ("Commission") alleges that respondents Jeffrey Francis Thompson and Leyenda Capital Partners, LLC have engaged in acts, practices, and transactions that constitute violations of the Arizona Investment Management Act, A.R.S. § 44-3101 *et seq.* ("IM Act").

I.**JURISDICTION**

1. The Commission has jurisdiction over this matter pursuant to Article XV of the Arizona Constitution and the IM Act.

II.**RESPONDENTS**

2. Jeffrey Francis Thompson and Leyenda Capital Partners, LLC may be referred to collectively as "Respondents."

3. Jeffrey Francis Thompson ("Thompson") lived and conducted business in Arizona and Colorado since at least 1991.

FACTS

5. On December 31, 2018, the Commission terminated Thompson's IAR License for failure to renew.

7. JFThompson was licensed with the Commission to do business as an Investment Adviser from June 8, 2016, through December 31, 2018, under IARD #282751 (“IA License”). On December 31, 2018, the Commission terminated JFThompson’s IA License for failure to renew.

9. On February 13, 2019, the Securities Commissioner of the State of Colorado (“Colorado Securities Commissioner”) entered a Consent Order where it permanently revoked JFThompson’s IA License, and Thompson’s IAR License for conduct that occurred between September of 2017 and October of 2018. Additionally, the Colorado Securities Commissioner ordered that Thompson shall not manage any client’s securities account or provide clients with advice related to securities.

¹ Thompson was registered during the following time frames: June 26, 2004 through August 2, 2008; January 23, 2009 through July 6, 2009; August 31, 2009 through April 7, 2011; June 8, 2016 through September 20, 2016; August 10, 2015 through December 1, 2016; and August 21, 2017 through December 31, 2018.

11. On March 16, 2020, People of the State of Colorado filed a Colorado State Grand Jury Indictment against Thompson alleging ten counts of securities fraud, theft, and forgery of checks or commercial instruments. This indictment is still pending.

12. Thompson and JFThompson are not currently registered or licensed with the SEC or the Commission as investment adviser representative or investment adviser.

IV.

REMEDIES PURSUANT TO A.R.S. § 44-3201

(Denial, Revocation, or Suspension of Investment Adviser or Investment Adviser Representative License; Restitution, Penalties, or other Affirmative Action)

13. Thompson's IAR License and JFThompson's IA License were permanently revoked by the Colorado Securities Commissioner.

14. Pursuant to A.R.S. § 44-3201(A)(10), the Commission may revoke an investment adviser or investment adviser representative's license if they are subject to an order of an administrative tribunal denying or revoking or suspending licensure for at least six months. Further, based on the multiple orders which included revocation of licensure and/or bar from associating with any investment dealer, broker, investment adviser, municipal securities dealer, transfer agent, municipal advisor, transfer agent, or nationally recognized statistical rating organization, it is in the public interest to revoke the licenses of Thompson and JFThompson.

15. Pursuant to A.R.S. § 44-3202 (D), Respondents continue to be subject to the Commission's jurisdiction for two years after the termination of their license, in connection with conduct that began before the termination of the license.

V.

REQUESTED RELIEF

The Division requests that the Commission grant the following relief:

1. Order the revocation of Thompson's IAR License pursuant to A.R.S. § 44-3201;
2. Order the revocation of JFThompson's IA License pursuant to A.R.S. § 44-3201; and

3. Order any other relief that the Commission deems appropriate.

VI.

HEARING OPPORTUNITY

Each respondent may request a hearing pursuant to A.R.S. § 44-3212 and A.A.C. R14-4-306. **If a Respondent requests a hearing, the requesting respondent must also answer this Notice.** A request for hearing must be in writing and received by the Commission within 10 business days after service of this Notice of Opportunity for Hearing. The requesting respondent must deliver or mail the request to Docket Control, Arizona Corporation Commission, 1200 W. Washington, Phoenix, Arizona 85007. Filing instructions may be obtained from Docket Control by calling (602) 542-3477 or on the Commission's Internet web site at <http://www.azcc.gov/divisions/hearings/docket.asp>.

If a request for a hearing is timely made, the Commission shall schedule the hearing to begin 20 to 60 days from the receipt of the request unless otherwise provided by law, stipulated by the parties, or ordered by the Commission. If a request for a hearing is not timely made the Commission may, without a hearing, enter an order granting the relief requested by the Division in this Notice of Opportunity for Hearing.

Persons with a disability may request a reasonable accommodation such as a sign language interpreter, as well as request this document in an alternative format, by contacting Carolyn D. Buck, ADA Coordinator, voice phone number (602) 542-3931, e-mail cdbuck@azcc.gov. Requests should be made as early as possible to allow time to arrange the accommodation. Additional information about the administrative action procedure may be found at <http://www.azcc.gov/divisions/securities/enforcement/AdministrativeProcedure.asp>

VII.

ANSWER REQUIREMENT

Pursuant to A.A.C. R14-4-305, if a Respondent or a Respondent Spouse requests a hearing, the requesting respondent must deliver or mail an Answer to this Notice of Opportunity for Hearing to Docket Control, Arizona Corporation Commission, 1200 W. Washington, Phoenix, Arizona

1 85007, within 30 calendar days after the date of service of this Notice. Filing instructions may be
2 obtained from Docket Control by calling (602) 542-3477 or on the Commission's Internet web site
3 at <http://www.azcc.gov/divisions/hearings/docket.asp>.

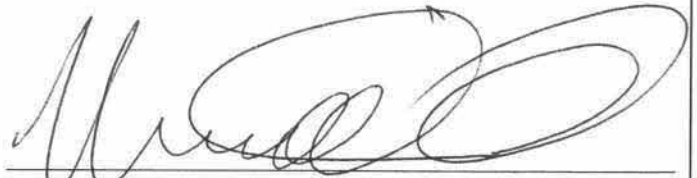
4 Additionally, the answering respondent must serve the Answer upon the Division. Pursuant
5 to A.A.C. R14-4-303, service upon the Division may be made by mailing or by hand-delivering a
6 copy of the Answer to the Division at 1300 West Washington, 3rd Floor, Phoenix, Arizona, 85007,
7 addressed to Margaret Lindsey.

8 The Answer shall contain an admission or denial of each allegation in this Notice and the
9 original signature of the answering respondent or respondent's attorney. A statement of a lack of
10 sufficient knowledge or information shall be considered a denial of an allegation. An allegation not
11 denied shall be considered admitted.

12 When the answering respondent intends in good faith to deny only a part or a qualification of
13 an allegation, the respondent shall specify that part or qualification of the allegation and shall admit
14 the remainder. Respondent waives any affirmative defense not raised in the Answer.

15 The officer presiding over the hearing may grant relief from the requirement to file an Answer
16 for good cause shown.

17 Dated this 19th day of August, 2020.

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20 Mark Dinell
21 Director of Securities
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